

**IN THE UNITED STATES DISTRICT COURT FOR
THE DISTRICT OF DELAWARE**

DAVID KIM, Individually and on Behalf of
All Others Similarly Situated,

Plaintiff,

v.

CASCADIAN THERAPEUTICS, INC.,
CHRISTOPHER S. HENNEY, ROBERT W.
AZELBY, GWEN A. FYFE, STEVEN P.
JAMES, TED W. LOVE, SCOTT D. MYERS,
and DANIEL K. SPIEGELMAN,

Defendants.

Case No. 1:18-CV-00250-UNA

Judge Gregory M. Sleet

**STIPULATION TO DISMISS ACTION AS MOOT AND RETAIN
JURISDICTION TO DETERMINE PLAINTIFF'S COUNSEL'S
MOTION FOR FEES AND EXPENSES**

WHEREAS, on February 13, 2018, Plaintiff David Kim ("Plaintiff") filed a putative class action complaint (the "Complaint") for alleged violations of the Securities Exchange Act of 1934 (the "Act") in the above-captioned action (the "Action");

WHEREAS, the Complaint includes claims against Defendants Cascadian Therapeutics, Inc. ("Cascadian"), Christopher S. Henney, Robert W. Azelby, Gwen A. Fyfe, Steven P. James, Ted. W. Love, Scott D. Myers, and Daniel K. Spiegelman under Sections 14(d), 14(e), and 20(a) of the Act and Rule 14a-9 promulgated thereunder with respect to certain public disclosures made by Cascadian in the Schedule 14D-9 Solicitation/Recommendation Statement (the "14D-9") filed with the United States Securities and Exchange Commission (the "SEC") on or around February 8, 2018 in connection with the acquisition of Cascadian by Seattle Genetics, Inc. (the "Proposed Transaction");

WHEREAS, Cascadian executed a waiver of service of summons on February 15, 2018;

WHEREAS, all other Defendants executed waivers of service of summons on February 20, 2018;

WHEREAS, on February 15, 2018, Plaintiff's counsel sent Cascadian's counsel an unsolicited settlement demand letter;

WHEREAS, on February 14, 2018, February 16, 2018, and February 26, 2018, Cascadian publicly filed Schedule 14D-9/A amendments that included supplemental disclosures related to the Proposed Transaction (the "Supplemental Disclosures") which Plaintiff believes addressed and mooted his claims regarding the sufficiency of the disclosures in the 14D-9;

WHEREAS, Plaintiff asserts that the prosecution of the Action caused Cascadian to include the Supplemental Disclosures and that Plaintiff's counsel has the right to seek and recover attorneys' fees and expenses in connection with a claimed common benefit provided to Cascadian's stockholders as a result of the filing of the Supplemental Disclosures;

WHEREAS, Defendants deny that the Supplemental Disclosures contained additional material facts that were required to be disclosed and deny that any claim asserted in the Complaint is or was ever meritorious;

WHEREAS, on March 8, 2018, Plaintiff's counsel filed a Motion for an Award of Attorneys' Fees and Expenses (the "Fee and Expense Motion");

WHEREAS, all of the Defendants in this action reserve their right to oppose the Fee and Expense Motion;

WHEREAS, Plaintiff believes and contends that the Supplemental Disclosures mooted the claims set forth in the Complaint, and that any remaining claims are so unlikely to be successful as to warrant dismissal;

WHEREAS, for the avoidance of doubt, no compensation in any form has passed directly or indirectly to Plaintiff or his attorneys and no promise, understanding, or agreement to give any such compensation has been made; nor have the parties had any discussions concerning the amount of any attorneys' fees and expenses;

WHEREAS, Plaintiff's counsel seeks to dismiss the Complaint with prejudice as to Plaintiff and without prejudice as to unnamed members of the purported class;

WHEREAS, the parties intend to meet and confer concerning the amount of any attorneys' fees and expenses requested to be paid to Plaintiff's counsel, and, if the parties are unable to reach an agreement, the parties respectfully request that this Court retain jurisdiction over the Fee and Expense Motion; and

WHEREAS, no class has been certified in this action.

NOW, THEREFORE, IT IS STIPULATED AND AGREED by the undersigned parties, through their attorneys and subject to the Court's approval, that:

1. This action is dismissed pursuant to Federal Rule of Civil Procedure 41(a), and all claims asserted therein are dismissed with prejudice as to Plaintiff, individually, and without prejudice as to any alleged claims of any other putative class member.

2. As the dismissal is with prejudice to Plaintiff only, and without prejudice as to all other members of the putative class, notice of this dismissal is not required.

3. This Court retains jurisdiction of this action solely for the purpose of adjudicating the Fee and Expense Motion.

4. The parties shall meet and confer concerning Plaintiff's Fee and Expense Motion.

If the parties reach an agreement concerning the Fee and Expense Motion, they will notify the Court.

5. To the extent the parties are unable to reach an agreement concerning the Fee and Expense Motion, any opposition to the Fee and Expense Motion shall be filed on or before May 11, 2018; and any reply in further support of the Fee and Expense Motion shall be filed on or before June 14, 2018.

6. This order is entered without prejudice to any position, claim, or defense any party may assert with respect to the Fee and Expense Motion, which includes the Defendants' right to challenge the basis for, as well as the amount of, the Fee and Expense Motion, if necessary.

Respectfully submitted this 16th day of April 2018.

COOCH AND TAYLOR, P.A.

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PURSUANT TO THE STIPULATION, IT IS SO ORDERED.

Hon. Gregory M. Sleet

DATED: _____, 2018